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MEMORANDUM OF LEASE SUPPLEMENT

INTERSTATE COMMERCE COMMISSION

THIS MEMORANDUM OF LEASE SUPPLEMENT is intended to evidence a Lease Supplement, dated as of February 1, 1993, to the Lease of Railroad Equipment, dated as of December 22, 1992 (the "Lease"), between Electric Fuels Corporation, a Florida corporation ("Lessor"), and CSX Transportation, Inc., a Virginia corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under 49 U.S.C. § 11303. Lessee has leased from Lessor the Units described below at the rentals and upon the terms and conditions provided in the Lease.

Equipment Numbers

7847 - 7852,
inclusive

Equipment Description

Model Dash 8-40CW
4000 H.P., Six Axle,
Six Motor Diesel
Electric Locomotives

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due authority, have executed this Memorandum of Lease Supplement as of the 1st day of February, 1993.

ELECTRIC FUELS CORPORATION

By: Title: Treasurer

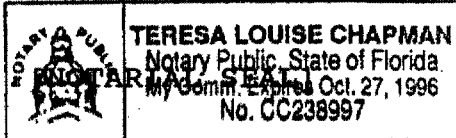
CSX TRANSPORTATION, INC.

By: 

A. B. Aftoora
Treasurer

State of Florida)
County of Pinellas)

On this 1st day of February, 1993, before me personally appeared James V. Smallwood, to me personally known who, being by me sworn, says that he/she is Treasurer of Electric Fuels Corporation, that the foregoing instrument was executed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

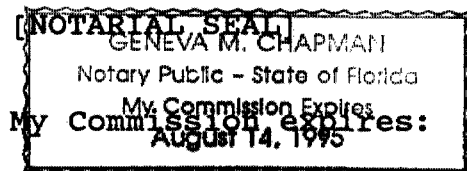


Teresa Louise Chapman
Notary Public
Teresa Louise Chapman

My Commission expires:

State of Florida)
County of Duval)

On this 28th day of January, 1993, before me personally appeared A. B. Aftoora, to me personally known who, being by me sworn, says that he is Treasurer of CSX Transportation, Inc., that the foregoing instrument was executed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Geneva M. Chapman
Notary Public

Geneve M. Chapman
Notary Public
Comm. No. CC136491